

COMMONWEALTH OF KENTUCKY
OFFICE OF FINANCIAL INSTITUTIONS
SECURITIES FILE NO. S-03-065
ADMINISTRATION ACTION NO. 2005-BA-012

OFFICE OF FINANCIAL INSTITUTIONS

PETITIONER

vs.

ANDY TOMLJENOVIC, AKA DREW THOMAS

RESPONDENT

ORDER OF THE EXECUTIVE DIRECTOR
REQUIRING COOPERATION IN AN INVESTIGATION OF
MARTIN TWIST ENERGY COMPANY, LLC

* * * * *

Statement of Facts

1. Andy Tomljenovic (aka "Drew Thomas" and hereinafter referred to as "Respondent") is licensed by the Office of Financial Institutions (hereinafter referred to as the "OFI") as an Issuer Agent with Martin Twist Energy Company, LLC (hereinafter referred to as "Martin Twist").

2. The OFI, through its Division of Securities, is conducting an investigation into the sale of securities (interests in oil and gas wells) by Martin Twist.

3. The address of Martin Twist, as listed with the OFI and with the Kentucky Secretary of State, is 530 West Main Street, Suite 500, Louisville, KY 40202. That address is also the only address given by the Respondent in official registration documents filed by him with the OFI whereby he may be notified of matters by this agency.

4. On or about March 8, 2005, the Division of Securities, through its Examiner Ronda S. Paul, wrote the Respondent at the above address requesting his cooperation in its investigation of the securities sales activities of Martin Twist and further requesting that Respondent contact the OFI to arrange a time for him to come to the OFI offices in Frankfort, KY to discuss said investigation. A copy of that letter is attached hereto as Exhibit A.

5. On or about March 22, 2005, the OFI received a letter from David A. Lambertus. Mr. Lambertus represented to the OFI that he was the Respondent's attorney and further stated that the Respondent wished to know in what way he was alleged to have violated any rules or regulations of the OFI. Said letter gave no indication that the Respondent intended to cooperate in the OFI's investigation of Martin Twist. A copy of this letter is attached hereto as Exhibit B.

6. On or about March 29, 2005, the OFI's Examiner, Ronda S. Paul, responded by letter to Mr. Lambertus detailing why an investigation was being conducted of Martin Twist and how the OFI believed the Respondent could assist in that investigation. Ms. Paul further informed Mr. Lambertus that the Respondent could make arrangements to come to Frankfort to discuss the Martin Twist investigation or the OFI would accommodate the Respondent by coming to Louisville if he so requested. A copy of this letter is attached hereto as Exhibit C.

7. The OFI has received no response from the Respondent to its March 29th letter other than a telephone conversation with Mr. Lambertus on May 9, 2005, wherein Mr. Lambertus told Ms. Paul that he had tried but had been unable to make contact with the Respondent since March 29, 2005.

8. It is believed from inquiries made by other states that Martin Twist is engaged in selling securities from the state of Kentucky but Martin Twist has not registered those securities with this state. It is further believed that the Respondent has information relevant to Martin Twist's sales activities.

Conclusions of Law

1. Pursuant to KRS 292.460(1) the Executive Director is authorized to investigate any alleged violations of KRS Chapter 292 or any rule or order under said chapter or may investigate to aid in the enforcement of said chapter. The investigation by OFI of the securities sales activities of Martin Twist conducted from this state is a reasonable exercise of the OFI's authority and is being conducted in the public interest.

2. Pursuant to KRS 292.460(2) the Executive Director of the OFI, or his designated representative, may compel the attendance of witnesses and take evidence from them in any investigation conducted pursuant to Chapter 292. The authority of the OFI's Division of Securities to compel the attendance of the Respondent and take evidence from him relative to its investigation of Martin Twist is a reasonable exercise of its investigative power and is in the public interest.

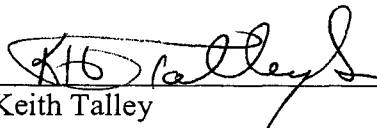
3. The failure of the Respondent to meet with officials in the Division of Securities as requested in Ronda S. Paul's March 8, 2005 letter constitutes a willful refusal to cooperate with the OFI in its investigation of Martin Twist in violation of KRS 292.460(1) and 292.460(2). It would be in the public interest to forthwith revoke the issuer-agent registration of the Respondent pursuant to KRS 292.330(13)(a)(2).

ORDER

The Respondent, Andy Tomljenovic, aka Drew Thomas, is ORDERED to appear at 10:00 AM, June 23, 2005, before the Director of the Division of Securities, or her authorized agent, at the Kentucky Office of Financial Institutions, 1025 Capital Center Dr., Suite 200, Frankfort, KY 40601 to answer questions concerning his knowledge of the sale of oil and gas interests by Martin Twist Energy Company, LLC. Failure of the Respondent to appear as above ordered shall result in the immediate revocation of his registration issued by the OFI as a securities issuer-agent.

The above ORDER is FINAL and may be appealed by filing a Petition for Review with the Franklin Circuit Court within thirty (30) days of its mailing.

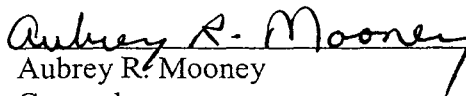
Entered this 20 day of May, 2005.



Keith Talley
Acting Executive Director
Office of Financial Institutions
1025 Capital Center Dr., Suite 200
Frankfort, KY 40601
(502) 573-3390

Certificate

I, Aubrey R. Mooney, Counsel for the Office of Financial Institutions, certify that a copy of the foregoing Order of the Executive Director Requiring Cooperation in an Investigation of Martin Twist Energy Company, LLC was mailed certified, return receipt requested, to Andy Tomljenovic, aka Drew Thomas, c/o Martin Twist Energy Company, LLC, 530 West Main Street, Suite 500, Louisville, KY 40202 and to his attorney of record, Hon. David A. Lambertus, 200 Hart Block Building, 739 W. Main Street, Louisville, KY 40202 this 20 day of May, 2005.



Aubrey R. Mooney
Counsel



EXHIBIT A

ERNIE FLETCHER
GOVERNOR

ENVIRONMENTAL AND PUBLIC PROTECTION CABINET
OFFICE OF FINANCIAL INSTITUTIONS
1025 CAPITAL CENTER DRIVE, SUITE 200
FRANKFORT, KENTUCKY 40601
TELEPHONE (502) 573-3390
www.kentucky.gov

LAJUANA S. WILCHER
SECRETARY

March 8, 2005

Mr. Andy Tomljenovic
c/o Martin Twist Energy Company, LLC
530 West Main Street
Louisville, KY 40202

Dear Mr. Tomljenovic:

The Securities Division of the Office of Financial Institutions has received inquiries from other state securities regulators and information from out-of-state investors regarding certain sales of securities representing interests in oil and gas programs in which your name has arisen. Our records reflect that your license as an Issuer Agent with Martin Twist Energy Company, LLC was renewed, however our records do not reflect any filings relative to sales of securities with which this entity is associated. The Division takes the position that any offers or sales of securities from Kentucky occur in Kentucky for purposes of filings related to securities sold in reliance on Regulation D even though the investors may be out-of-state.

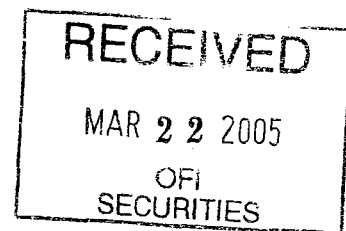
So that we may determine whether the securities you are selling are in compliance with the Kentucky Securities Act (KRS Chapter 292), we request that you contact the undersigned within fifteen (15) days of receipt of this letter to arrange a time to come to our offices in Frankfort to answer questions relative to your selling activity.

Your timely response to this request will be appreciated. Failure to respond may result in a suspension of your license until such time as the Division can determine whether violations have occurred.

Very truly yours,

Ronda Paul
Securities Examiner

EXHIBIT B



DAVID A. LAMBERTUS
ATTORNEY AT LAW
200 HART BLOCK BUILDING
730 W. MAIN STREET
LOUISVILLE, KENTUCKY 40202

(502) 589-6190 *Ext. 312*
FAX # (502) 584-1744

March 17, 2005

Ms. Ronda Paul
Securities Examiner
Environmental and Public Protection Cabinet
Office of Financial Institutions
1025 Capital Center Drive, Suite 200
Frankfort, Kentucky 40601

RE: Andy Tomljenovic

Ms. Paul:

Mr. Tomljenovic has contacted me concerning the letter which you wrote to him on March 8, 2005. Mr. Tomljenovic believes that he has complied with all rules and regulations regarding any business transactions or sales in which he has participated.

If there is a specific instance where Mr. Tomljenovic is alleged to have violated any rules or regulations, please let me know so we can address it.

Sincerely,

David A. Lambertus

DAL:cep



EXHIBIT C

ERNIE FLETCHER
GOVERNOR

ENVIRONMENTAL AND PUBLIC PROTECTION CABINET
OFFICE OF FINANCIAL INSTITUTIONS
1025 CAPITAL CENTER DRIVE, SUITE 200
FRANKFORT, KENTUCKY 40601
TELEPHONE (502) 573-3390
www.kentucky.gov

LAJUANA S. WILCHER
SECRETARY

March 29, 2005

Mr. David A. Lambertus
200 Hart Block Building
739 W. Main Street
Louisville, KY 40202

RE: Andy Tomljenovic

Dear Mr. Lambertus:

Mr. Tomljenovic is licensed as an issuer agent to sell securities issued by Martin Twist Energy Company, LLC (the Issuer which licensed Mr. Tomljenovic). Our records do not reflect any securities filings by said Issuer for several years. Many Issuers relying on the Exemption in Regulation 506 (REG D) are under the impression that since these securities are "covered securities" under federal law that they are not required to do a filing for the securities in Kentucky unless sales are made to Kentucky residents. This is contrary to the Division of Securities' position on that matter.

Since Martin Twist Energy has not been doing any filings, we are investigating whether or not that Issuer is in compliance with Kentucky law. We wish to ask Mr. Tomljenovic questions regarding his selling activity over the past few years to ascertain exactly what selling activity is going on, who sales are being made to, etc. Obviously your client would not be the person who should make the determination about what needs to be filed with what agencies to comply with securities laws. However, he should know the names of the programs which are being sold, to whom, and what offering materials are being sent out to prospective purchasers. These are the matters about which we wish to question him. He can either arrange to come to Frankfort to our offices to answer questions or we will make arrangements to come to Louisville. Either way, we are doing an investigation and expect your client to cooperate by answering questions regarding matters within his knowledge.

Please contact the undersigned to arrange a time and place for an interview.

Very truly yours,

Ronda S. Paul